

A. Ralph Mollis, Secretary of State Corporations Division 148 W. River Street Providence, RI 02904-2615 401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2010

Filling Period: January 1 - March 1 • Filling Fee: \$50.00° • THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.

* In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(ccrd)) is

subject to a penalty fee of \$25.00.		0 , 0 ,	1		, , ,	
1. Corporate ID No. 171052	2. Name of Corporation Downcity Fitness	, Inc.				
3. Street Address Principal Business Office 60 Orange Street			City Providence	State RI	^{Zip} 02903	
4. Business Phone No. 5. State of Incorporation Rhode Island				-		
6. Brief Description of the Character of To operate a Curves franchis	f Business Conducted in RI se fitness center.	bode Island				
7. NAMES AND ADDRESSES	OF THE OFFICERS:	("X" BOX FOR ATTA	ar ann an an an an ann an ann an an an an	S BEFORE USING ATT	ACHMENTS	
President Name			Vice President Name			
Judith Hager			Robert E. Hager			
Street Address 42 Kensington Road			Street Address 42 Kensington Road			
City Cranston	State RI	^{Zip} 02905	City Cranston	State RI	^{Ζφ} 02905	
Secretary: Name Robert E. Hager			Treasurer Name Robert E. Hager			
Street Address 42 Kensington Road			Street Address 42 Kensington Road			
Cranston	State RI	^{Zip} 0 2 905	City Cranston	State RI	^{Zip} 02905	
8. Names and addresses :	OF THE DIRECTORS	:: ("X" BOX FOR ATT	<i>achment</i>) 🗌 fill in spac	ES BEFORE USING AT	TACHMENTS	
Director Name Judith Hager			Director Name Robert E. Hager			
Street Address			Street Address			
42 Kensington Road	State	I 714	42 Kensington Road	Level	La	
City Cranston	RI	Zip 02905	City Cranston	State RI	^{Ζip} 02905	
Director Name		102303	Director Name	[102905	
		•	Director Hame			
Street Address			Sireet Addiress			
City	State	Zip	Сцу	State	Zip	
9. SHARES AUTHORIZED			10. Shares (SSUED) ("X"	 BOX FOR ATTACHME	WD □	
1.1.2.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1			ISSUED SHARES — THIS SECTION MUST BE COMPLETED			
This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet.			Number of Shares	Class/Series	Par Value	
			200	Common	\$0.01	
			THIS SECTION	NC3 S- VV		
This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.						

FILED	
MAR 0 5 2010	Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements
File Date	contained herein are true and correct. Oxudith Hacer 3/24/2010
Check No. 29.1/3095	Signfulre 0 Date Judith Hager
	Print or Type Name President
FOR SECRETARY OF STATE USE ONLY	Title